

~ AGENDA ~
**AUSTIN TRANSIT PARTNERSHIP
BOARD OF DIRECTORS MEETING**
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~ Agenda ~

Wednesday, April 21, 2021

2:00 PM

Video Conference Meeting

I. Public Comment

II. Monthly Program Updates

1. Community Engagement and Involvement Update
2. Project Connect Technical Update

III. Action Items

1. Approval of minutes from the March 17, 2021 Austin Transit Partnership board meeting.
2. Approval of the Austin Transit Partnership's Ethics, Conflicts and Nondisclosure Policy.
3. Approval of the designation of Austin Transit Partnership's General Counsel as its Public Information Coordinator pursuant to Section 552.012 of the Public Information Act.

IV. Discussion Items

1. Federal Requirements Overview

V. Executive Director Report

1. Quarterly Procurement Memo

VI. Adjournment

ADA Compliance

Reasonable modifications and equal access to communications are provided upon request. Please call (512) 369-6040 or email ed.easton@capmetro.org if you need more information.

BOARD OF DIRECTORS: Veronica Castro de Barrera, Chair; Colette Pierce Burnette, Vice Chair; Steve Adler, Tony Elkins, Eric Stratton and Gina Fiandaca (ex officio).

The Board of Directors may go into closed session under the Texas Open Meetings Act. In accordance with Texas Government Code, Section 551.071, consultation with attorney for any legal issues, under Section 551.072 for real property issues; under Section 551.074 for personnel matters, or under Section 551.076, for deliberation regarding the deployment or implementation of security personnel or devices; arising regarding any item listed on this agenda.

AUSTIN TRANSIT PARTNERSHIP

Board of Directors Meeting
April 21, 2021



ATP Board Meeting – April 21 Agenda

- **CALL TO ORDER & PUBLIC COMMENT**
- **MONTHLY PROGRAM UPDATES**
 1. MONTHLY COMMUNITY ENGAGEMENT AND INVOLVEMENT UPDATE
 2. MONTHLY PROJECT CONNECT TECHNICAL UPDATE
- **ACTION ITEMS**
 3. APPROVAL OF MINUTES FROM MARCH 17, 2021 MEETING
 4. APPROVAL OF ATP ETHICS, CONFLICTS AND NONDISCLOSURE POLICY
 5. APPROVAL OF RESOLUTION APPOINTING THE ATP GENERAL COUNSEL AS PUBLIC INFORMATION COORDINATOR
- **DISCUSSION ITEMS**
 6. FEDERAL REQUIREMENTS OVERVIEW
- **EXECUTIVE DIRECTOR'S REPORT**

PUBLIC COMMENT



MONTHLY PROGRAM UPDATE: COMMUNITY ENGAGEMENT AND INVOLVEMENT UPDATE

Jackie Nirenberg
Director, Community Engagement and Involvement
Austin Transit Partnership



Community Engagement Update

- **January – March 2021:** Orange and Blue Line NEPA Live and Self-Guided Scoping Meetings

TOTAL PARTICIPATION: 2966

- **February – March 2021:** MetroRapid (Expo & Pleasant Valley Lines) Live and Self-Guided Meetings

TOTAL PARTICIPATION: 919



Attachment: ATP Board Presentation (04.21.21 FINAL1) (4841 : Community Engagement and Involvement

Project Connect Committee and Workgroup Structure - Recap

COMMUNITY ADVISORY COMMITTEE (CAC)

- Focus on \$300 million anti-displacement investments, equity scorecard KPIs, ETOD study. Provide input on program equity with EAC, FAC and PSEC. Staffed by the City of Austin and ATP

AUSTIN TRANSIT PARTNERSHIP TECHNICAL ADVISORY COMMITTEES

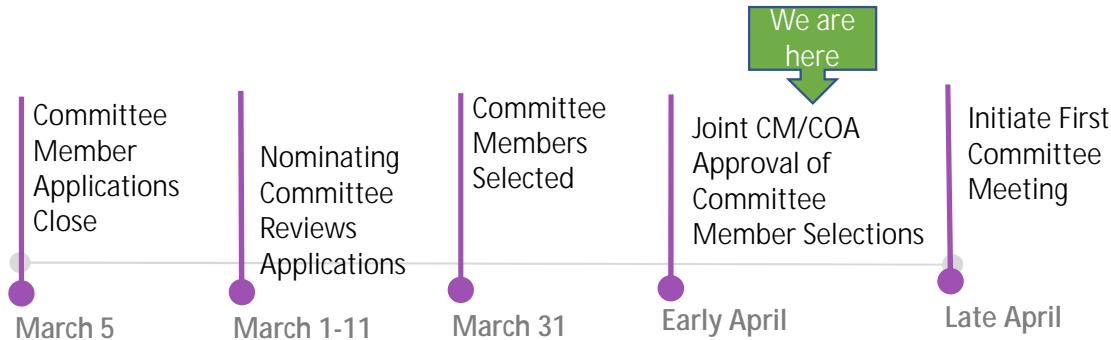
- **Engineering, Architecture, Construction (EAC) Advisory Committee**
Focus on technical engineering, architecture and construction items. Staffed by: Chief & Deputy Program Officers, Dave Couch & John Rhone. Board Liaison: Chair Veronica Castro De Barrera
- **Finance Advisory Committee (FAC)**
Focus on program budget, audit and financing. Staffed by: Chief Financial Officer, Greg Canally Board Liaison: BM Elkins
- **Planning, Sustainability, Equity and DBE Advisory Committee (PSEC)**
Focus on DBE & local business support programs, community planning & engagement other than anti-displacement funding, program equity, urban design, accessibility, and environmental programs. Staffed by: Director of Community Engagement, Jackie Nirenberg & Chief Architect, Peter Mullan. Board Liaison: Vice Chair Pierce Burnette

AUSTIN TRANSIT PARTNERSHIP STAFF WORKGROUPS

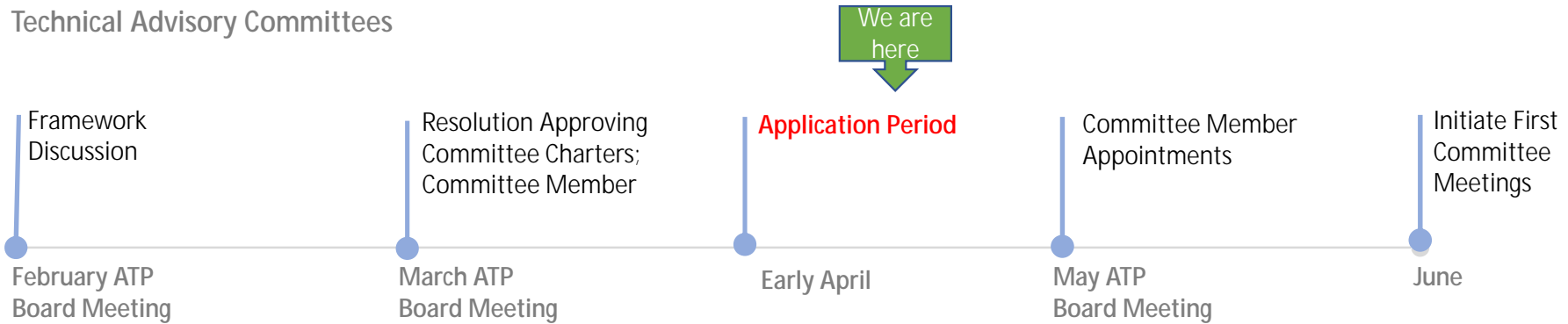
- **Downtown Workgroup (DTWG), SoCo Workgroup (SCWG), Guadalupe Workgroup (GWG)**
Representatives of the business community, neighborhoods, and area stakeholders for rail and tunnel coordination. Staffed by ATP General Counsel, Casey Burack and Deputy Program Officer, John Rhone
- **Project Connect Ambassador Network (PCAN)**
Community representatives focused on PC program implementation and outreach. Staffed by ATP Community Engagement staff.
- **Orange Line Corridor Workgroup (OLWG)**
Focus on Orange Line engagement & implementation. Staffed by ATP Orange Line Area Coordinator.
- **Blue Line Corridor Workgroup (BLWG)**
Focus on Blue Line engagement & implementation. Staffed by ATP Blue Line Area Coordinator.
- **Interagency Technical Advisory Group (ITAG)**
Representatives from partner government agencies, focused on technical coordination. Staffed by ATP Chief Program Officer.

Project Connect Committee Timeline - Update

Community Advisory Committee (process already approved via joint CMTA/COA resolution)



Technical Advisory Committees



Upcoming Community Engagement Activities

- **April 21:** Interagency Technical Advisory Group (ITAG)
- **April 22:** Project Connect Ambassador Network (PCAN)
- **April 26:** First Meeting of Project Connect Community Advisory Committee (CAC)
- Community Meetings: “Let’s Talk Stations”
 - **April 26 – May 25:** Self-Guided Virtual Open House
 - **April 26 – April 29:** Live Virtual Community Meetings

Upcoming Community Engagement Activities

- Development of community education program on rail transit design and engineering and other technical topics for June, July
- Planning Capital Metro, ATP Board and City Council Blue and Orange Line alignment tours via bus to discuss design concepts.
- Developing plan for public alignment tours over the summer, including possible cycling tour of Orange and Blue Line.
- **May 11:** Multi-Ethnic Chamber Alliance (MECA) ATP presentation

MONTHLY PROGRAM UPDATE: PROJECT CONNECT TECHNICAL UPDATE

Dave Couch
Chief Program Officer
Austin Transit Partnership



Program Updates: Blue & Orange Line Field & Engineering Activities

- Finalizing Initial track geometry and developing schematic design (15%) roll plots
- Soil borings in the lake for bridge completed; borings for tunnel underway
- Continued development of ROW plans and matrix of ROW impacts
- Continued coordination with City on guideway, roadway, bike/ ped facilities and planned development ongoing
- Completed heritage tree survey
- Initiated archeological and environmental field investigation
- Continued development of the utility strip maps



Program Updates: Blue & Orange Planning & NEPA Progress

- Notice of Intent and supporting schedule sent to FTA for their review
- Continued coordination with Agencies and Consulting Parties
- Finalizing Public and Agency Scoping comments for the Scoping Report
- Continued service planning/operations modeling
- THC reviewed and approved Historic Resources Research Design Report
- Initiating Historic Resources field work
- Continue to develop various Resource Technical Reports
- Organizational readiness and development

Program Updates: Additional Blue & Orange Line Activities

- Real estate acquisition strategy and prioritization
- Coordination with City of Austin on potential operations and maintenance campus
- Initiating development of charettes for station area planning activities

Program Updates: Red Line

- **McKalla Station**
 - Informational project webpage launched for McKalla Station <https://capmetro.org/project-connect/system-plan/red-line/>
 - Schematic design and Environmental Review Process underway
 - Agreement with Austin FC is nearly complete
- **Broadmoor Station**
 - Ongoing coordination with station neighbors regarding drainage and construction easements
- **Lakeline-to-Leander Siding –**
 - 100% design is complete. Procurement for the next phase continues to be developed
- **Operational/Safety -**
 - Red Line Optimization Plan is underway
 - Coordination with City of Austin Urban Trail continues



Program Updates: MetroRapid & Pick-Up Service

Metro Rapid (Expo and Pleasant Valley)

- Completed 30% design
- CapMetro and the City of Austin Transportation Department jointly reviewing the 30% design
- Preparing scope of work for 100% design consultant
- Reviewing electric vehicle charging locations
- Progressed FTA Small Starts Readiness Documents
- Continued station location and guideway improvement coordination with the City Corridor Program Office
- Making contact with potential property owners for acquisition of charging locations

Neighborhood Circulators

- Selection and Evaluation Guidelines for Cap Metro Service Area Zones in preparation
- Public outreach plan under development for the next 3 Pickup zones that are scheduled for early Summer release
- Public performance dashboard of operational metrics scheduled for Summer release
- New Pflugerville (Out of Service) Zone is launching this week.

Program Updates: Customer Technology

- Rollout of account-based fare card system, on track for Fall 2021
 - Expanded ability to reload app-based tickets at retailers
 - Equity-driven Fare Capping Pilot complete, fare card system will allow for expanded fare capping program
- Customer technology projects are on-schedule, on-budget

PROJECT MILESTONES GRAPHIC TO BE ADDED

ACTION ITEM 1:

Approval of minutes from the March 17, 2021 ATP Board of Directors meeting.

ACTION ITEM 2:

Approval of the Austin Transit Partnership Ethics, Conflicts, and Nondisclosure Policy



ATP Policy Look Ahead

POLICY / ACTION FOR ADOPTION	STATUS	NOTES
Administrative Signature Authority	COMPLETE	Complete
Technical Advisory Committee Charters	COMPLETE	Complete and committee applications open
Local Cooperative Membership	COMPLETE	Complete and cooperative contracts entered
Ethics, Conflicts and Nondisclosure Policy	IN PROGRESS	Proposed for adoption at today's Board meeting
Board Reimbursement & Expense Policy	IN PROGRESS	Drafting underway; to be proposed for adoption in May
EEOO & Diversity Policy	IN PROGRESS	Drafting underway; to be proposed for adoption in May
Public Comment & Procedures Policy	IN PROGRESS	Drafting underway; to be proposed for adoption in May
Procurement Policy	IN PROGRESS	Drafting underway; to be proposed for adoption in July

ACTION ITEM 3:

Approval of a resolution appointing the General Counsel of the Austin Transit Partnership as Public Information Coordinator

DISCUSSION ITEM: FEDERAL GRANT PROGRAM OVERVIEW

Dave Couch, Chief Program Officer

John Rhone, Deputy Program Officer

Dave Kubicek, Senior Director, Systems & Vehicles

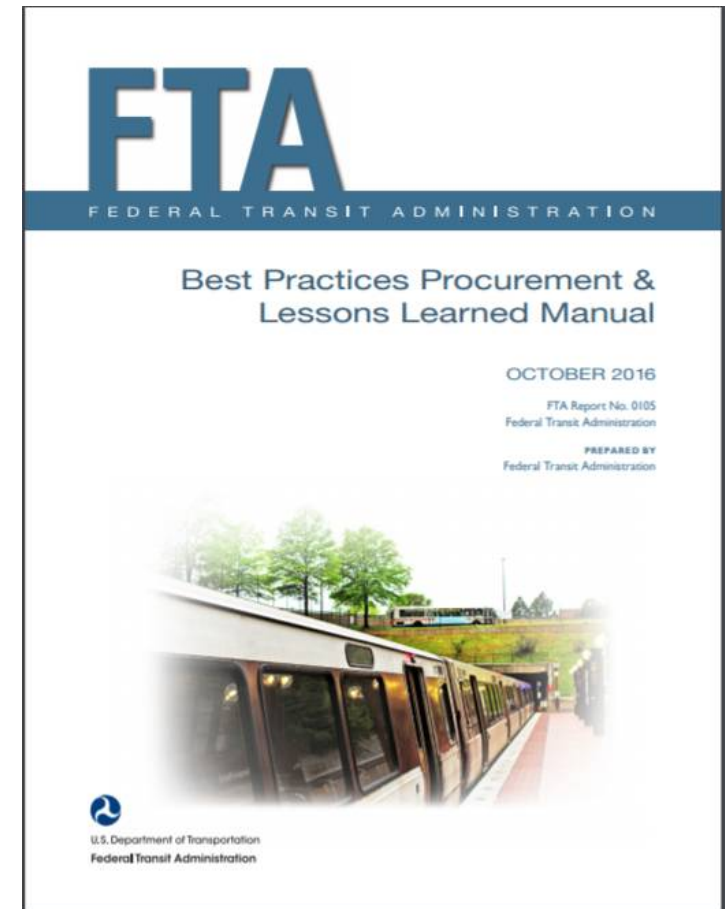
AGENDA

- **FEDERAL CONTRACTING REQUIREMENTS**

- FTA BEST PRACTICES MANUAL
- DISADVANTAGED BUSINESS ENTERPRISE (DBE)
- BUY AMERICA – ROLLING STOCK
- BUY AMERICA - INFRASTRUCTURE
- DAVIS BACON ACT
- BONDING REQUIREMENTS
- OTHER SPECIAL CONTRACT PROVISIONS

FTA BEST PRACTICES MANUAL

- Provides FTA grant recipients with detailed information about third-party procurement requirements to improve internal processes and avoid pitfalls.
- The manual covers the entire procurement cycle:
 - Planning
 - Selecting Type of Contracting Method
 - Evaluation of Proposals and Contract Award
 - Contract Administration



DISADVANTAGED BUSINESS ENTERPRISE (DBE)

- DBE Program seeks to ensure non-discrimination in the award and administration of FTA-assisted contracts in the agency's financial assistance programs and to create a level playing field on which DBEs can compete fairly for FTA-assisted contracts.
- The certifying agencies are:
 - City of Austin, Department of Small and Minority Business Resources
 - City of Houston, Affirmative Action
 - Corpus Christi Regional Transportation Authority
 - North Central Texas Regional Certification Agency
 - South Central Texas Regional Certification Agency
 - Texas Department of Transportation



DISADVANTAGED BUSINESS ENTERPRISE (DBE)

- Rolling Stock - Transit Vehicle Manufacturers (TVMs)
 - FTA provides a list of certified TVMs that meet the DBE requirements annually
 - Only transit vehicle manufacturers listed on FTA's eligible TVMs list, or that have submitted a goal methodology to FTA at the time of solicitation that has not been rejected are eligible to bid.
- Other Contract Types
 - Goals are set by determining what percentage DBEs (or firms that could be certified as DBEs) represent all firms that are ready, willing, and able to compete for DOT-assisted contracting for the work types being contracted in a weighted fashion.
 - North America Industry Classification System (NAICS) codes

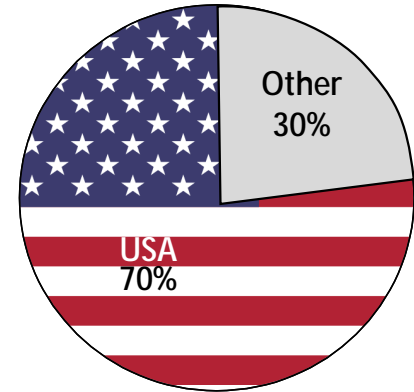


BUY AMERICA

Rolling Stock (Vehicles)

- When procuring rolling stock, which includes train control, communication, traction power equipment, and rolling stock prototypes, the cost of components and subcomponents made in the U.S. **must be 70-percent or more.**
- Final assembly for rolling stock also must occur in the U.S.

Rolling Stock Country of Origin Component Requirements



BUY AMERICA

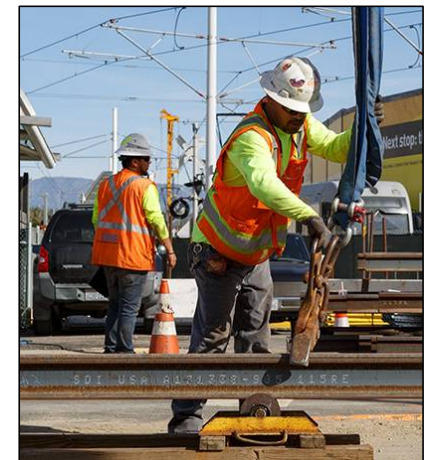
Infrastructure



- Buy America requirements prevent FTA from obligating an amount that may be appropriated to carry out its program for a project unless "the steel, iron, and manufactured goods used in the project are produced in the United States".
- Manufactured good is considered produced in the United States if: (1) All of the manufacturing processes for the product take place in the United States; and (2) All of the components of the product are of U.S. origin.
- Manufactured goods must be 100-percent produced in the U.S.

DAVIS BACON ACT

- The Davis-Bacon Act prescribes the prevailing wages be paid to laborers and mechanics working on federally-funded construction contracts.
- Applies to federally funded contracts in excess of \$2,000, and there are no exceptions based on the contract period of performance.
- These requirements extend to all third-party contractors and their contracts at every tier and subrecipients and their subcontracts at every tier.



BONDING REQUIREMENTS

- A bid guarantee (bid bond, certified check, or other negotiable instrument accompanying a bid) from each bidder equivalent to five percent of the bid price.
- A performance bond on the part of the contractor for 100 percent of the contract price.
- A payment bond on the part of the contractor for 100 percent of the contract price.

OTHER SPECIAL CONTRACT PROVISIONS

- Accessibility (Americans with Disabilities Act)
- Anti-Kickback Act
- Contract Work Hours and Construction Safety
- Equal Employment Opportunity
- Labor Neutrality

EXECUTIVE DIRECTOR'S REPORT

Randy Clarke
Executive Director, Austin Transit Partnership



**Capital Metropolitan Transportation Authority
Board of Directors**

**MEETING DATE: 04/21/2021
(ID # 4836)
Approval of March 17 Minutes**

Approval of minutes from the March 17, 2021 Austin Transit Partnership board meeting.

**AUSTIN TRANSIT PARTNERSHIP
BOARD OF DIRECTORS MEETING**
www.capmetrotx.iqm2.com

~ Minutes ~

Board Secretary Casey Burack
512-369-6040

Wednesday, March 17, 2021
2:00 PM

2:06 PM Meeting Called to Order
4:22 PM Meeting Adjourned

I. Public Comment

There was no public comment this month.

II. Action Items

1. Approval of minutes from the February 24, 2021 Austin Transit Partnership board meeting.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Colette Pierce Burnette, Vice Chair
SECONDER: Steve Adler, Board Member
AYES: Castro de Barrera, Elkins, Stratton
ABSENT: none

2. Approval of the Committee Charter Statements for each of the following Technical Advisory Committees of the Austin Transit Partnership (“ATP”) Board of Directors: (I) the Engineering, Architecture and Construction Committee (“EAC”); (ii) the Planning, Sustainability, Equity & DBE Advisory Committee (“PSEC”); and (iii) the Finance and Risk Committee (“FAR”).

Director of Community and Engagement Jackie Nirenberg brought this item forward.

Jackie provided an overview of the four ATP Board Advisory Committees: the Community Advisory Committee (CAC); Engineering, Architecture, and Construction (EAC) Advisory Committee; Finance and Risk (FAR) Advisory Committee; and Planning, Sustainability, Equity and DBE (PSEC) Advisory Committee. The CAC is already closed for applications and the process of reviewing the applications is underway with a goal of having those members selected by the end of March. For the three technical committees, the application process should get underway in early April, with appointments taking place at the May board meeting.

Jackie reviewed the process and considerations for drafting the Committee Charters, and then walked the board through the purpose and a summary of each of the three technical committees - EAC, FAR, and PSEC. She also ran through a timeline for the application and appointment process.

Board Member Adler reminded the board of the applicants who had already been through the process of applying for the CAC but who were not chosen - many of those applications are from good candidates who will automatically be considered for some of these positions. Board Member Pierce Burnett asked Jackie how the

Attachment: 210317 Board Meeting Minutes (4836 : Approval of March 17 Minutes)

application process for the three committees is being publicized, which Jackie summarized. Board Member Stratton kicked off a conversation about the frequency with which the committees will meet, with Jackie emphasizing that many of the committees' early meetings will focus on educating and bringing members up to speed.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Eric Stratton, Board Member
SECONDER: Tony Elkins, Board Member
AYES: Pierce Burnette, Castro de Barrera, Adler
ABSENT: none

3. Approval of a resolution authorizing the Executive Director, or his designee, to finalize and execute a grant agreement with the City of Austin for the provision of \$300,000,000 of the Project Connect tax revenue over the next thirteen (13) years in accordance with the Project Connect Implementation Sequence Plan, as provided in the City's "Contract with the Voters" under City Council Resolution No. 20200812-015.

CFO Greg Canally brought this item forward.

These funds are for programming related to Anti-Displacement efforts per the Contract with the Voters and Program Sequencing Plan. Greg provided a brief review of several of the considerations related to the contract and the plan. Included was an update on the initial tranches of money under the agreement, with a larger portion of the initial \$100 million funding now pulled forward into Year Two.

Board Member Adler summarized some of the reasoning behind trying to accelerate funding under the agreement into early years to try and maximize its impact. Board Member Stratton highlighted that this is a huge win for the community and welcomes further policy discussions on this funding with City Council and the Capital Metro Board. Board Member Colette Pierce Burnett also wanted to confirm that future discussions on the timing of this funding will take place on a regular basis. Board Member Elkins emphasized the importance of understanding that at these early stages there are many unknowns that will become more clear over time, which will inform those decisions, and Board Member Adler added that specific spending decisions on this funding will be made by the City's Planning Department.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Steve Adler, Board Member
SECONDER: Collette Pierce Burnett, Vice Chair
AYES: Castro de Barrera, Stratton, Elkins
ABSENT: none

III. Discussion Items

1. Monthly Community Engagement & Involvement Update

Director of Community and Engagement Jackie Nirenberg provided the update.

Jackie provided an update on recent community involvement activity. A series of virtual community meetings for Blue and Orange Line National Environment Policy Act (NEPA) scoping are now complete, with 1487 participating live and 945 people choosing a self-guided “virtual open house” option. Live virtual community meetings and a virtual open house for the next two MetroRapid lines were also held in February. Upcoming opportunities for engagement include further virtual community meetings on the Blue and Orange Lines.

Jackie then summarized themes and metrics collected during the scoping meetings. For the Orange Line the two most commented-on themes were community engagement and project design and elements. For the Blue Line those two themes also predominated, but environmental considerations were close behind. On the MetroRapid Expo and Pleasant Valley meetings the two leading themes were project design and elements, and station design and amenities.

2. Monthly Project Connect Technical Update

Chief Program Officer Dave Couch provided the update.

Dave provided the board with an update on recent Blue and Orange Line field and engineering activities. A survey of the right of way for both lines is now complete, and along with that a survey of utility locations is also being conducted. Initial track geometry is also under development, and there is ongoing coordination with the City of Austin on guideway development.

Dave also summarized some of the remaining NEPA scoping tasks and process now that community meetings have wrapped up.

Dave concluded by providing updates on recent Red Line developments, and update on engineering and other progress on the two new MetroRapid Lines, and an update on Neighborhood Circulators/Pickup Service.

Board Member Elkins asked for a little further detail on Orange and Blue Line preliminary engineering. Dave replied that there are several areas of focus for his team, but he does not anticipate any major problems. Board Member Stratton asked Dave if he could better explain the term “track geometry” and how that work influences the vehicle type and how they are powered. Chair Castro de Barrera asked Dave for further detail on the number of stations planned and what factors and criteria come into play as the locations for the stations are chosen.

3. Federal Grant Program Overview

HDR’s Principal Project Manager Brian Buchanan presented this item.

Brian kicked off his presentation by reviewing the different types of federal grant programs and funding opportunities for initiatives like Project Connect, including: Infrastructure for Rebuilding America (INFRA), Better Utilizing Investments to Leverage Development (BUILD), Bus and Bus Facilities, Low or No Emission Vehicle Program, and a pilot program for Transit-Oriented Development Planning. He also discussed other financial programs that could potentially be utilized including Transportation Infrastructure Finance and Innovation Act (TIFIA) and Railroad Rehabilitation & Improvement Financing (RRIF). He reviewed the federal Capital Investment Grants (CIG) program and the New Starts and Small Starts categories within the CIG program. He closed with a review of the steps in the CIG development

process and a review of the “three pillars of success” when seeking this type of funding.

IV. Executive Director Report

Executive Director Randy Clarke provided his monthly report.

This month’s update focused on several new hires and an updated org chart for the ATP team. Randy also reviewed upcoming procurements and then had CFO Greg Canally give a preview of some potential solicitations over the next 3 to 12 months in the Legal, Finance, and Program areas. He closed his report with a list of potential board informational presentations at future meetings.

Board Member Pierce Burnett spoke and asked for assurances that equity is being taken into consideration as decisions on staff are being made. Randy spoke of how seriously he takes that topic and relayed that the national recruiter working on behalf of ATP believes that so far it is the most diverse transit expansion team in the country. He will continue to make diversity a priority as the hiring process continues.

Board Member Elkins spoke to Greg solicitation update on the importance of having a robust DBE/SBE program and procurement policy.

V. Adjournment

ADA Compliance

Reasonable modifications and equal access to communications are provided upon request. Please call (512) 369-6040 or email ed.easton@capmetro.org if you need more information.

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Capital Metropolitan Transportation Authority
Board of Directors

MEETING DATE: 04/21/2021
(ID # 4837)

Approval of Ethics, Conflicts and Nondisclosure Policy

Approval of the Austin Transit Partnership's Ethics, Conflicts and Nondisclosure Policy.



Austin Transit Partnership Board of Directors Resolution

Meeting Date: 04/21/2021

ATP-2021-013

Adoption of Ethics, Conflicts and Nondisclosure Policy

SUBJECT: Approval of the Austin Transit Partnership's Ethics, Conflicts and Nondisclosure Policy.

FISCAL IMPACT: No Fiscal Impact.

BUSINESS CASE: Does not apply.

EXECUTIVE SUMMARY: This resolution is for the adoption of an Ethics, Conflicts and Nondisclosure Policy for the Austin Transit Partnership.

RESPONSIBLE DEPARTMENT: Legal.

PROCUREMENT SUMMARY: Does not apply.

**RESOLUTION
OF THE
AUSTIN TRANSIT PARTNERSHIP
BOARD OF DIRECTORS**

STATE OF TEXAS

Resolution ID: ATP-2021-013

COUNTY OF TRAVIS

Adoption of Ethics, Conflicts and Nondisclosure Policy

WHEREAS, the Austin Transit Partnership (“ATP”) Board of Directors desires to establish a policy to facilitate the development of procedures and controls for the ethical performance of the mission of ATP and the detection and prevention of conflicts of interests and fraud against and within ATP; and

WHEREAS, it is the intent of the Board to promote consistent organizational behavior by providing the guidelines and assigning responsibility for the development of controls and the conduct of investigations in such policy; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of ATP that the Ethics, Conflicts and Nondisclosure Policy attached as Exhibit A to this resolution is hereby adopted.

Casey Burack
Secretary of the Board

Date: _____

Attachment: ATP Board Resolution - Ethics Policy Adoption (04.21.21) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)



Exhibit A

AUSTIN TRANSIT PARTNERSHIP ETHICS, CONFLICTS, AND NONDISCLOSURE POLICY

I. OVERVIEW

The Austin Transit Partnership ("ATP") does hereby establish this Ethics, Conflicts and Nondisclosure Policy (this "Policy") to facilitate the development of procedures and controls for the ethical performance of the mission of ATP and the detection and prevention of conflicts of interest and fraud against and within ATP. It is the intent of ATP to promote consistent organizational behavior by providing the following guidelines and assigning responsibility for the development of controls and the conduct of investigations.

This Policy contains provisions applicable to ATP's employees, officers, board members, committee members, representatives, consultants, vendors, contractors, volunteers, and outside agencies doing business with employees of ATP, and/or any other parties with a business relationship with ATP. This Policy does not supersede any applicable federal or Texas law or administrative rule. All ATP board members, officers, and employees (each an "ATP Person") are required familiarize themselves with this Policy. ATP Persons are encouraged to inquire with any questions regarding any aspect of this Policy.

All ATP Persons must abide by all applicable federal and Texas laws, administrative rules, and ATP conduct policies, including this Policy. Where violations are determined to have occurred, the offending ATP Person may be subject to disciplinary action, including but not limited to dismissal or transfer or removal, as applicable. Where violations or infractions are determined to be substantial in nature, the matter may be referred to the appropriate officials for criminal investigation and possible prosecution.

II. GENERAL ETHICAL STANDARDS OF CONDUCT

ATP is committed to conducting its activities with integrity and in a manner that encourages the confidence of the public and those persons with whom ATP does business and to prevent conflicts of interest. Each ATP Person is required to act at all times to preserve the trust of the community, to foster goodwill, and to protect ATP's reputation. Specifically, each ATP Person shall abide by the following:

A. *Prohibited Conduct.* An ATP Person shall not:

- (1) Accept or solicit any gift, favor, or service that might reasonably tend to influence such ATP Person in the discharge of official duties, or that such ATP Person knows or should know is being offered with the intent to influence such ATP Person's official conduct;

- (2) Intentionally or knowingly solicit, accept, or agree to accept any benefit for having exercised their official powers or performed their official duties in favor of another;
- (3) Disclose nonpublic or confidential information, information that is excepted from public disclosure under the Texas Public Information Act (Tex. Gov't Code Ann. ch. 552), or information that has been ordered sealed by a court, that was acquired by reason of such ATP Person's official position, or accept other employment, including self-employment, or engage in a business, charity, nonprofit organization, or professional activity that such ATP Person might reasonably expect would require or induce such ATP Person to disclose nonpublic or confidential information, information that is excepted from public disclosure under the Texas Public Information Act, or information that has been ordered sealed by a court, that was acquired by reason of such ATP Person's official position;
- (4) Negotiate for or accept other employment, including self-employment, or compensation or engage in any business or professional activity that could reasonably be expected to impair such ATP Person's independence of judgment in the performance of such ATP Person's official duties;
- (5) Make personal investments, or have a personal or financial interest, that could reasonably be expected to create a substantial conflict between such ATP Person's private interest and the public interest;
- (6) Utilize public or ATP time, property, facilities, or equipment for any purpose other than official state or ATP business, unless such use is reasonable and incidental and does not result in any direct cost to the state or ATP, interfere with such ATP Person's official duties, and interfere with ATP functions;
- (7) Utilize their official position, or state or ATP issued items, such as a badge, indicating such position for financial gain, obtaining privileges, or avoiding consequences of illegal acts;
- (8) Knowingly make false or misleading statements, either oral or written, or provide false information, in the course of ATP business; or
- (9) Engage in any political activity while on ATP time or utilize ATP resources for any political activity.

B. Required Conduct. An ATP Person shall:

- (1) Perform their official duties in a lawful, professional, and ethical manner befitting ATP;
- (2) Be good stewards of ATP's reputation and shall not make any representation in public or private, orally or in writing, that states, or appears to state, an official position of ATP unless authorized to do so;
- (3) Follow established channels of communication pertaining to the reporting of information and circumstances pertaining to ATP and its interests, except in cases described in Paragraph (4) below;
- (4) Actively report to the Executive Committee or to ATP's legal counsel any practices, behavior, or instances of unethical or illegal activity, or any other violations of this Policy by an ATP Person;
- (5) Be fair, impartial and ethical in business dealings and shall not use their authority to unfairly or illegally influence the decisions of other ATP Persons;
- (6) Ensure that their personal or business activities, relationships and other interests do not conflict or appear to conflict with the interests of ATP and disclose any potential conflicts;

- (7) Transact ATP business effectively and efficiently and act in good faith to protect ATP's assets from waste, abuse, theft or damage;
- (8) Adhere to the highest standards of personal integrity, fairness, honesty, courtesy, respectfulness, and compliance with both the spirit and the letter of the law and this Policy;
- (9) Endeavor to create and foster a safe, dignified and respectful work environment that is free from all forms of harassment and from unlawful and unfair discrimination;
- (10) Conduct and discuss matters of public interest openly and in compliance with all applicable laws, resolving doubtful cases in favor of transparency; and
- (11) Respect and protect the privileged and confidential information to which they have access; including information provided and lawfully discussed in closed session.

III. CONFLICTS OF INTEREST

- A. *Generally.* ATP and each ATP Person shall avoid, neutralize or mitigate actual or potential conflicts of interest so as to prevent fraud, unfair competitive advantage, or the existence of conflicting roles that might impair the actions of ATP. ATP Persons are expected to deal at arms-length in any transaction on behalf of ATP and avoid and disclose actual conflicts of interest under the law or this Policy and any circumstance which could impart the appearance of a conflict of interest.
- B. *Defining a Conflict of Interest.* A conflict of interest exists when an ATP Person is in a position in which any official act or action taken by them is, may be, or appears to be influenced by considerations of personal gain rather than the general public trust.
- C. *Prohibited Conduct.* Each ATP Person shall abide by the following:
 - (1) For procurement of goods and services, no ATP Person shall participate in the deliberation, evaluation, selection, award, or administration of any contract if they have a real or apparent conflict of interest. Such a conflict could arise if ATP Person; any member of his/her/their immediate family; his/her/their partner; or an organization which employs or is about to employ any parties, has a financial or other interest in, or receives a tangible personal benefit, in excess of \$50 from a firm being considered for a contract with the Corporation. "Immediate family" means a spouse, domestic partner, parent, child, or spouse of a parent, child, brother, sister, or spouse of a child, brother or sister.
 - (2) No ATP Person shall solicit or accept gratuities, favors or anything of monetary value from contractors or firms, potential contractors or firms, or parties to sub-agreements with regard to any contract, except where (i) the financial interest is not substantial, (ii) the gift is an unsolicited item of nominal intrinsic value, or (iii) such solicitation or acceptance is otherwise subject to an exception set forth in the Texas Penal Code.
 - (3) For all other cases, no ATP Person who is in a position to participate in a decision-making process or gain inside information about a contract, may obtain a financial interest or benefit from such contract.

- (4) Each ATP Person shall ensure that their personal or business activities, relationships and other interests do not conflict or appear to conflict with the interests of ATP and shall affirmatively disclose any potential conflicts.
- (5) No board member or other ATP Person shall participate in a matter involving a business, contract or real property transaction in which the board member or other ATP Person has a Substantial Interest if it is reasonably foreseeable that an action on the matter would confer a special economic benefit on the business, contract or real property that is distinguishable from its effect on the public.
- (6) A board member or other ATP Person must disclose a Substantial Interest in a business, contract, or real property that would confer a benefit by their vote or decision. The board member or other ATP Person may not participate in the consideration of the matter subject to the vote or decision. Prior to the vote or decision, a board member or other ATP Person shall file an affidavit citing the nature and extent of their interest with ATP's General Counsel in accordance with Tex. Loc. Govt. Code, § 171.004.

D. *Substantial Interests.* ATP will not enter into a contract with a business in which a board member or employee or a Family Member of a board member or employee has a Substantial Interest except in case of emergency or if the business is the only available source for essential goods and services or property.

E. *Conflicts Disclosure.*

- (1) Each Board Member will complete and return to ATP's General Counsel a Statement of Financial Interests and Affiliations, in the form attached hereto as Exhibit B.
- (2) A Local Government Officer of ATP must file a Conflicts Disclosure Statement (FORM CIS) in the form attached hereto as Exhibit C with ATP'S General Counsel if:
 - i. The person or a Family Member of such person received at least \$2,500 in taxable income (other than investment income) from a vendor or potential vendor in the last twelve (12) months through an employment or other business relationship;
 - ii. The person or certain Family Members received gifts from a vendor or potential vendor with an aggregate value greater than \$100 in the last 12 months; or the vendor (or an employee of the vendor) has a Family Relationship with the Local Government Officer; or
 - iii. The person has a Family Relationship with respect to a vendor.
- (3) A vendor doing business with ATP or seeking to do business with ATP is required to file a completed questionnaire (FORM CIQ) in the form attached hereto as Exhibit D disclosing the vendor's affiliations or business relationship with any board member or Local Government Officer or their Family Member.

F. *Defined Terms.* As used in this Article III:

"Family Member" is a person related within the first degree by consanguinity or the second degree by affinity as defined by Tex. Govt. Code, Ch. 573.

"Family Relationship" is a relationship between a person and another person within the third

degree by consanguinity or the second degree by affinity as defined by Tex. Govt. Code, Ch. 573, Subchapter B.

"Local Government Officer" is defined by Tex. Loc. Govt. Code § 176.001(4). A Local Government Officer is:

- (1) A member of the Board of Directors;
- (2) The President/Executive Director; or
- (3) A third party agent of ATP, including an employee, who exercises discretion in the planning, recommending, selecting or contracting of a vendor.

"Substantial Interest" is defined by Tex. Loc. Govt. Code, § 171.002. A person has a Substantial Interest in:

- (1) A business entity if the person owns ten percent (10%) or more of the voting stock or shares of the business entity or owns either 10% or more or \$15,000 or more of the fair market value of the business entity OR funds received by the person from the business entity exceed 10% of the person's gross income for the previous year; or
- (2) Real property if the interest is an equitable or legal ownership with a fair market value of \$2,500 or more.

IV. CONFIDENTIALITY AND NONDISCLOSURE

- A. *Nondisclosure of Confidential Information.* Except as otherwise required by law, all ATP Persons shall be prohibited from disclosing, using or permitting access to any Confidential Information in any manner or for any purpose other than the in exercise of their duties and responsibilities in carrying out the interests of ATP. Upon the expiration or termination of an ATP Person's employment or service with ATP, such person shall, at ATP's request, return to ATP or destroy all Confidential Information in their possession.

For purposes of this Article IV, "Confidential Information" means all non-public, proprietary, or confidential information developed by or disclosed to any ATP Person in the performance of their duties or related to the business of ATP, in oral, visual, written, electronic, or other tangible or intangible form, whether or not marked or designated as "confidential," and all notes, analyses, summaries, and other materials prepared by an ATP Person that contain, are based on, or otherwise reflect, to any degree, any of the foregoing; provided, however, that Confidential Information does not include any information that: (i) is or becomes generally available to the public other than as a result of an ATP Person's act or omission; (ii) is obtained by an ATP Person on a non-confidential basis from a third party that was not legally or contractually restricted from disclosing such information; or (iii) was previously in an ATP Person's possession prior to becoming an ATP Person, as established by documentary evidence.

- B. *Public Disclosure.* If at any time an ATP Person receives a request for disclosure of Confidential Information pursuant to the Texas Public Information Act (Ch. 552, Tex. Gov't Code), such ATP Person shall not respond to such request, but shall promptly inform ATP's designated public information coordinator of such request.
- C. *Exceptions.* Notwithstanding the foregoing, no ATP Person shall be held criminally or civilly liable under any federal or state trade secret law for the disclosure of a trade secret that:

- (1) Is made (i) in confidence to a federal, state, or local government official, either directly or indirectly, or to an attorney, and (ii) solely for the purpose of reporting or investigating a suspected violation of law; or
- (2) Is made in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal. An individual who files a lawsuit for retaliation by an employer of reporting a suspected violation of law may disclose the trade secret to the attorney of the individual and use the trade secret information in the court proceeding, if the individual (i) files any document containing the trade secret under seal; and, (ii) does not disclose the trade secret, except pursuant to court order.

Nothing in this Policy will or is intended to prohibit any communication by any Party with the United States Securities and Exchange Commission with respect to any possible violation by the Corporation or any affiliate of the Corporation of any United States securities laws or the rules and regulations promulgated thereunder.

V. COMPLAINTS AND GRIEVANCES

- A. *Complaint Procedures*: The following are the formal complaint and grievance procedures:
- (1) A person who has a complaint or grievance about any services or activities of an ATP Person may during regular business hours submit such complaint or grievance, in writing to the General Counsel of ATP.
 - (2) The General Counsel of ATP shall cause an investigation of the complaint or grievance to be completed, if practicable, and provide an update regarding the administration of such investigation to the person who made the complaint or grievance.
 - (3) The person reporting the violation of this Policy shall not attempt to personally conduct investigations or interviews related to any suspected fraudulent act.
- B. *Confidentiality*. To the extent allowed by law, any person reporting or investigating reports is required to keep reports and all information relating to the investigation confidential, except as necessary to report the violation of this Policy or to conduct a complete and fair investigation. Any person who learns of any investigation shall keep all matters relating to the investigation strictly confidential to the extent allowed by law.
- C. *Non-Retaliation*. No person who reports a violation of this Policy in good faith shall suffer harassment, retaliation or employment consequence. Retaliation in any form will not be tolerated. Any act of alleged retaliation should be reported immediately and will be promptly investigated.

VI. MISCELLANEOUS PROVISIONS

- A. This Policy shall be construed liberally to effectuate its purposes and policies and to supplement such existing laws as they may relate to the conduct of ATP Persons.
- B. Within sixty (60) days of the effective date for the adoption of this Policy each employee, officer and board member will receive a copy of this Policy and shall be required to sign a statement in the form of Exhibit A

hereto acknowledging that they have read, understand and will comply with ATP's Ethics, Conflicts and Nondisclosure Policy. A copy of this Policy shall be provided to each employee, officer, and board member of ATP no later than three (3) days after such person has joined ATP in such position. ATP shall keep in its files a copy of the acceptance and acknowledgment in the form attached hereto as Exhibit A executed by each such employee, officer and board member.

- C. ATP Persons shall participate in regular training related to ethical conduct, this Ethics Policy and related laws and policies.

Exhibit A to ATP Ethics Policy

**AUSTIN TRANSIT PARTNERSHIP
ETHICS, CONFLICTS AND NONDISCLOSURE POLICY**

Acknowledgment and Acceptance

By signing below, I acknowledge and certify the following that I have (i) received a copy of Austin Transit Partnership’s Ethics, Conflicts and Nondisclosure Policy (the “Policy”), (ii) I have read and understand the Policy, and (iii) I agree to comply with the Policy.

_____	_____
Signature	Date
_____	_____
Printed Name	Title

Attachment: ATP Board Resolution - Ethics Policy Adoption (04.21.21) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)

Exhibit B to ATP Ethics Policy
[see attached next page]

AUSTIN TRANSIT PARTNERSHIP
BOARD OF DIRECTORS
Statement of Financial Interest and Affiliations

I. GENERAL DATA

Board Member's Name: _____

Date of Membership: _____

II. DEFINITIONS

"Business Entity" means a sole proprietorship, partnership, limited partnership, finn, corporation, holding company, joint stock company, receivership, trust, or any other entity recognized by law through which business is conducted.

"Immediate Family" means Board Member's spouse, dependent children including adopted children and step-children, and, in addition, any relative who resides in the Board Member's residence. A child is considered to be dependent if you are providing more than 50% of the child's support in a calendar year.

A Board Member has a "Substantial Interest" in:

- (1) A business entity if the person owns ten percent (10%) or more of the voting stock or shares of the business entity or owns either 10% or more or \$15,000 or more of the fair market value of the business entity OR funds received by the person from the business entity exceed 10% of the person's gross income for the previous year; or
- (2) Real property if the interest is an equitable or legal ownership with a fair market value of \$2,500 or more.

III. EMPLOYMENT AND INTERESTS

List the names of any business or other entity with which you were in the last five (5) years an employee, owner, partner, board member, or consultant. If none, write NONE.

- | | |
|----------|----------|
| 1. _____ | 5. _____ |
| 2. _____ | 6. _____ |
| 3. _____ | 7. _____ |
| 4. _____ | 8. _____ |

Attachment: ATP Board Resolution - Ethics Policy Adoption (04.21.21) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)

IV. SUBSTANTIAL INTEREST FROM EMPLOYMENT RELATIONSHIPS

List the name of any business entities in which you or, to the best of your knowledge, any member of your immediate family have a substantial interest (such as salary, pension or retirement plan, shared income, commitment to hire or rehire, or other arrangement) as a result of any current or past employment, business, or professional relationship. If none, write NONE. Identify by line item which family member's interest is disclosed.

*Note - Substantial interest includes any entity from which your or a member of your immediate family received more than 10% of your gross income from the previous year

- 1. _____
- 2. _____
- 3. _____
- 4. _____
- 5. _____
- 6. _____
- 7. _____
- 8. _____

V. SUBSTANTIAL OWNERSHIP INTERESTS

List the name of any business entities in which you or, to the best of your knowledge, any member of your immediate family have a substantial interest through the ownership of stock, stock options, bonds, securities, partnership interests, trusts or other arrangement or relationship. If none, write NONE. Identify By line item which family member's interest is disclosed.

*Note - Substantial interest includes any entity in which you or a family member hold ten percent (10%) or more of the voting stock or shares of the business entity or either 10% or more or \$15,000 or more of the fair market value of the business entity or from which you or a member of your immediate family received more than 10% of your gross income from the previous year.

- 1. _____
- 2. _____
- 3. _____
- 4. _____
- 5. _____
- 6. _____
- 7. _____
- 8. _____

VI. LOANS

List the name of any individual or business entity (other than members of you immediate family) to which you or, **to the best of your knowledge**, any member of your immediate family are

indebted (do **not** list credit cards, or metro or municipal credit unions). If none, write NONE. Identify by line item which family member's interest is disclosed.

- 1. _____
- 2. _____
- 3. _____
- 4. _____
- 5. _____
- 6. _____
- 7. _____
- 8. _____

VII. INTERESTS IN REAL PROPERTY

List your and/or your immediate family's whole or partial ownership of real property located in or adjacent to the City of Austin, other than property that you occupy as a personal residence. Please indicate (a) the individual who has the interest and his/her relationship to you, if other than yourself; nature of interest, e.g., ownership, mortgage, lien, investment trust; (c) the type of property, e.g., residence, hotel, apartment, farm, undeveloped land; and, (d) address of the real property including county. If none, write NONE.

- 1. _____

- 2. _____

- 3. _____

If additional space is needed to fully disclose any item, please type or write on separate sheets and submit as attachments to this statement.

I have read and understand the requirements of this statement. I certify that the responses I have made are true, complete, and correct to the best of my knowledge and belief.

Attachment: ATP Board Resolution - Ethics Policy Adoption (04.21.21) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)

I acknowledge that I have been provided a copy of ATP's Ethics, Conflicts and Nondisclosure Policy.

Signature Date

Printed Name Title

General Counsel's Review:

I have reviewed the Statement of Financial Interest and Affiliation of _____ and find:

- No real or apparent conflict exists.
- Real or apparent conflict may exist. Required action:

General Counsel Date

Attachment: ATP Board Resolution - Ethics Policy Adoption (04.21.21) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)

AUSTIN TRANSIT PARTNERSHIP ETHICS, CONFLICTS, AND NONDISCLOSURE POLICY

I. OVERVIEW

The Austin Transit Partnership ("ATP") does hereby establish this Ethics, Conflicts and Nondisclosure Policy (this "Policy") to facilitate the development of procedures and controls for the ethical performance of the mission of ATP and the detection and prevention of conflicts of interest and fraud against and within ATP. It is the intent of ATP to promote consistent organizational behavior by providing the following guidelines and assigning responsibility for the development of controls and the conduct of investigations.

This Policy contains provisions applicable to ATP's employees, officers, board members, committee members, representatives, consultants, vendors, contractors, volunteers, and outside agencies doing business with employees of ATP, and/or any other parties with a business relationship with ATP. This Policy does not supersede any applicable federal or Texas law or administrative rule. All ATP board members, officers, committee members, and employees (each an "ATP Person") are required familiarize themselves with this Policy. ATP Persons are encouraged to inquire with any questions regarding any aspect of this Policy.

All ATP Persons must abide by all applicable federal and Texas laws, administrative rules, and ATP conduct policies, including this Policy. Where violations are determined to have occurred, the offending ATP Person may be subject to disciplinary action, including but not limited to dismissal or transfer or removal, as applicable. Where violations or infractions are determined to be substantial in nature, the matter may be referred to the appropriate officials for criminal investigation and possible prosecution.

II. GENERAL ETHICAL STANDARDS OF CONDUCT

ATP is committed to conducting its activities with integrity and in a manner that encourages the confidence of the public and those persons with whom ATP does business and to prevent conflicts of interest. Each ATP Person is required to act at all times to preserve the trust of the community, to foster goodwill, and to protect ATP's reputation. Specifically, each ATP Person shall abide by the following:

A. *Prohibited Conduct.* An ATP Person shall not:

- (1) Accept or solicit any gift, favor, or service that might reasonably tend to influence such ATP Person in the discharge of official duties, or that such ATP Person knows or should know is being offered with the intent to influence such ATP Person's official conduct;
- (2) Intentionally or knowingly solicit, accept, or agree to accept any benefit for having exercised their official powers or performed their official duties in favor of another;
- (3) Disclose nonpublic or confidential information, information that is excepted from public disclosure under the Texas Public Information Act (Tex. Gov't Code Ann. ch. 552), or information that has been ordered sealed by a court, that was acquired by reason of such ATP Person's official position, or accept other employment, including self-employment, or engage in a business, charity, nonprofit organization, or professional activity that such ATP Person might reasonably expect would require or induce such ATP Person to disclose nonpublic or confidential information, information that is

excepted from public disclosure under the Texas Public Information Act, or information that has been ordered sealed by a court, that was acquired by reason of such ATP Person's official position;

- (4) Negotiate for or accept other employment, including self-employment, or compensation or engage in any business or professional activity that could reasonably be expected to impair such ATP Person's independence of judgment in the performance of such ATP Person's official duties;
- (5) Make personal investments, or have a personal or financial interest, that could reasonably be expected to create a substantial conflict between such ATP Person's private interest and the public interest;
- (6) Utilize public or ATP time, property, facilities, or equipment for any purpose other than official state or ATP business, unless such use is reasonable and incidental and does not result in any direct cost to the state or ATP, interfere with such ATP Person's official duties, and interfere with ATP functions;
- (7) Utilize their official position, or state or ATP issued items, such as a badge, indicating such position for financial gain, obtaining privileges, or avoiding consequences of illegal acts;
- (8) Knowingly make false or misleading statements, either oral or written, or provide false information, in the course of ATP business; or
- (9) Engage in any political activity while on ATP time or utilize ATP resources for any political activity.

B. *Required Conduct.* An ATP Person shall:

- (1) Perform their official duties in a lawful, professional, and ethical manner befitting ATP;
- (2) Be good stewards of ATP's reputation and shall not make any representation in public or private, orally or in writing, that states, or appears to state, an official position of ATP unless authorized to do so;
- (3) Follow established channels of communication pertaining to the reporting of information and circumstances pertaining to ATP and its interests, except in cases described in Paragraph (4) below;
- (4) Actively report to the Executive Committee or to ATP's legal counsel any practices, behavior, or instances of unethical or illegal activity, or any other violations of this Policy by an ATP Person;
- (5) Be fair, impartial and ethical in business dealings and shall not use their authority to unfairly or illegally influence the decisions of other ATP Persons;
- (6) Ensure that their personal or business activities, relationships and other interests do not conflict or appear to conflict with the interests of ATP and disclose any potential conflicts;
- (7) Transact ATP business effectively and efficiently and act in good faith to protect ATP's assets from waste, abuse, theft or damage;
- (8) Adhere to the highest standards of personal integrity, fairness, honesty, courtesy, respectfulness, and compliance with both the spirit and the letter of the law and this Policy;

- (9) Endeavor to create and foster a safe, dignified and respectful work environment that is free from all forms of harassment and from unlawful and unfair discrimination;
- (10) Conduct and discuss matters of public interest openly and in compliance with all applicable laws, resolving doubtful cases in favor of transparency; and
- (11) Respect and protect the privileged and confidential information to which they have access; including information provided and lawfully discussed in closed session.

III. CONFLICTS OF INTEREST

- A. *Generally.* ATP and each ATP Person shall avoid, neutralize or mitigate actual or potential conflicts of interest so as to prevent fraud, unfair competitive advantage, or the existence of conflicting roles that might impair the actions of ATP. ATP Persons are expected to deal at arms-length in any transaction on behalf of ATP and avoid and disclose actual conflicts of interest under the law or this Policy and any circumstance which could impart the appearance of a conflict of interest.
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 - (2) No ATP Person shall solicit or accept gratuities, favors or anything of monetary value from contractors or firms, potential contractors or firms, or parties to sub-agreements with regard to any contract, except where (i) the financial interest is not substantial (\$50 or less), (ii) the gift is an unsolicited item of nominal intrinsic value, or (iii) such solicitation or acceptance is otherwise subject to an exception set forth in the Texas Penal Code.
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- C. ATP Persons shall participate in regular training related to ethical conduct, this Ethics Policy and related laws and policies.

Attachment: ATP - Ethics Policy (04.08.21 DRAFT) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)

**AUSTIN TRANSIT PARTNERSHIP
ETHICS, CONFLICTS AND NONDISCLOSURE POLICY**

Acknowledgment and Acceptance

By signing below, I acknowledge and certify the following that I have (i) received a copy of Austin Transit Partnership’s Ethics, Conflicts and Nondisclosure Policy (the “Policy”), (ii) I have read and understand the Policy, and (iii) I agree to comply with the Policy.

Signature

Date

Printed Name

Title

Attachment: ATP - Ethics Policy (04.08.21 DRAFT) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)

Exhibit B to ATP Ethics Policy
[see attached next page]

AUSTIN TRANSIT PARTNERSHIP
BOARD OF DIRECTORS
Statement of Financial Interest and Affiliations

I. GENERAL DATA

Board Member's Name: _____

Date of Membership: _____

II. DEFINITIONS

"Business Entity" means a sole proprietorship, partnership, limited partnership, finn, corporation, holding company, joint stock company, receivership, trust, or any other entity recognized by law through which business is conducted.

"Immediate Family" means Board Member's spouse, dependent children including adopted children and step-children, and, in addition, any relative who resides in the Board Member's residence. A child is considered to be dependent if you are providing more than 50% of the child's support in a calendar year.

A Board Member has a "Substantial Interest" in:

- (1) A business entity if the person owns ten percent (10%) or more of the voting stock or shares of the business entity or owns either 10% or more or \$15,000 or more of the fair market value of the business entity OR funds received by the person from the business entity exceed 10% of the person's gross income for the previous year; or
- (2) Real property if the interest is an equitable or legal ownership with a fair market value of \$2,500 or more.

III. EMPLOYMENT AND INTERESTS

List the names of any business or other entity with which you were in the last five (5) years an employee, owner, partner, board member, or consultant. If none, write NONE.

- | | |
|----------|----------|
| 1. _____ | 5. _____ |
| 2. _____ | 6. _____ |
| 3. _____ | 7. _____ |
| 4. _____ | 8. _____ |

Attachment: ATP - Ethics Policy (04.08.21 DRAFT) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)

IV. SUBSTANTIAL INTEREST FROM EMPLOYMENT RELATIONSHIPS

List the name of any business entities in which you or, to the best of your knowledge, any member of your immediate family have a substantial interest (such as salary, pension or retirement plan, shared income, commitment to hire or rehire, or other arrangement) as a result of any current or past employment, business, or professional relationship. If none, write NONE. Identify by line item which family member's interest is disclosed.

*Note - Substantial interest includes any entity from which your or a member of your immediate family received more than 10% of your gross income from the previous year

- 1. _____ 5. _____
- 2. _____ 6. _____
- 3. _____ 7. _____
- 4. _____ 8. _____

V. SUBSTANTIAL OWNERSHIP INTERESTS

List the name of any business entities in which you or, to the best of your knowledge, any member of your immediate family have a substantial interest through the ownership of stock, stock options, bonds, securities, partnership interests, trusts or other arrangement or relationship. If none, write NONE. Identify By line item which family member's interest is disclosed.

*Note - Substantial interest includes any entity in which you or a family member hold ten percent (10%) or more of the voting stock or shares of the business entity or either 10% or more or \$15,000 or more of the fair market value of the business entity or from which you or a member of your immediate family received more than 10% of your gross income from the previous year.

- 1. _____ 5. _____
- 2. _____ 6. _____
- 3. _____ 7. _____
- 4. _____ 8. _____

Attachment: ATP - Ethics Policy (04.08.21 DRAFT) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)

VI. LOANS

List the name of any individual or business entity (other than members of you immediate family) to which you or, **to the best of your knowledge**, any member of your immediate family are indebted (do **not** list credit cards, or metro or municipal credit unions). If none, write NONE. Identify by line item which family member's interest is disclosed.

- | | |
|----------|----------|
| 1. _____ | 5. _____ |
| 2. _____ | 6. _____ |
| 3. _____ | 7. _____ |
| 4. _____ | 8. _____ |

VII. INTERESTS IN REAL PROPERTY

List your and/or your immediate family's whole or partial ownership of real property located in or adjacent to the City of Austin, other than property that you occupy as a personal residence. Please indicate (a) the individual who has the interest and his/her relationship to you, if other than yourself; nature of interest, e.g., ownership, mortgage, lien, investment trust; (c) the type of property, e.g., residence, hotel, apartment, farm, undeveloped land; and, (d) address of the real property including county. If none, write NONE.

1. _____

2. _____

3. _____

If additional space is needed to fully disclose any item, please type or write on separate sheets and submit as attachments to this statement.

Attachment: ATP - Ethics Policy (04.08.21 DRAFT) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)

I have read and understand the requirements of this statement. I certify that the responses I have made are true, complete, and correct to the best of my knowledge and belief.

I acknowledge that I have been provided a copy of ATP's Ethics, Conflicts and Nondisclosure Policy.

Signature

Date

Printed Name

Title

General Counsel's Review:

I have reviewed the Statement of Financial Interest and Affiliation of _____ and find:

- No real or apparent conflict exists.
- Real or apparent conflict may exist. Required action:

General Counsel

Date

Attachment: ATP - Ethics Policy (04.08.21 DRAFT) (4837 : Approval of Ethics, Conflicts and Nondisclosure Policy)

Exhibit C to ATP Ethics Policy
[see attached next page]

Exhibit D to ATP Ethics Policy
[see attached next page]

Capital Metropolitan Transportation Authority
Board of Directors

MEETING DATE: 04/21/2021
(ID # 4838)

Appointment of ATP Public Information Coordinator

Approval of the designation of Austin Transit Partnership's General Counsel as its Public Information Coordinator pursuant to Section 552.012 of the Public Information Act.



Austin Transit Partnership Board of Directors Resolution

Meeting Date: 04/21/2021

ATP-2021-014

Designation of Public Information Coordinator

SUBJECT: Approval of the designation of Austin Transit Partnership's General Counsel as its Public Information Coordinator pursuant to Section 552.012 of the Public Information Act.

FISCAL IMPACT: No Fiscal Impact.

BUSINESS CASE: Does not apply.

EXECUTIVE SUMMARY: Section 552.012 of the Public Information Act requires designation of a Public Information Coordinator responsible for administering the responsibilities of the Austin Transit Partnership under the Public Information Act. This resolution designates the Austin Transit Partnership's General Counsel as such Public Information Coordinator.

RESPONSIBLE DEPARTMENT: Legal.

PROCUREMENT SUMMARY: Does not apply.

**RESOLUTION
OF THE
AUSTIN TRANSIT PARTNERSHIP
BOARD OF DIRECTORS**

STATE OF TEXAS

Resolution ID: ATP-2021-014

COUNTY OF TRAVIS

Designation of Public Information Coordinator

WHEREAS, the Austin Transit Partnership (“ATP”) is a local government corporation organized jointly by the City of Austin and Capital Metropolitan Transportation Authority pursuant to Chapter 431, Subchapter D of the Texas Transportation Code, as amended (the “Act”); and

WHEREAS, pursuant to Section 431.005 of the Act, ATP is subject to Chapter 552 of the Texas Government Code, as amended (the “Texas Public Information Act”); and

WHEREAS, in order to ensure full compliance with the Texas Public Information Act and the lawful administration of the responsibilities of ATP with respect to the preservation and disclosure of public information;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of ATP that, pursuant to Section 552.012 of the Texas Public Information Act, the General Counsel of the Corporation is hereby designated as the Public Information Coordinator, and shall be primarily responsible for administering the responsibilities of ATP under the Texas Public Information Act. The General Counsel shall be empowered to take any and all actions as may be necessary or advisable with respect to ATP’s responsibilities under the Texas Public Information Act.

Casey Burack
Secretary of the Board

Date: _____

Attachment: ATP Board Resolution - Public Information Coordinator Appointment (04.21.21) (4838 : Appointment of ATP Public Information



**Capital Metropolitan Transportation Authority
Board of Directors**

MEETING DATE: 04/21/2021

(ID # 4839)

Federal Requirements Overview

TITLE: Federal Requirements Overview

Capital Metropolitan Transportation Authority
Board of Directors


MEETING DATE: 04/21/2021

(ID # 4840)

Quarterly Procurement Memo

TITLE: Quarterly Procurement Memo



To: Austin Transit Partnership Board of Directors
From: Greg Canally, Chief Financial Officer/Chief Development Officer 
Date: April 13, 2021
Subject: March 2021 Report on ATP Contracts Under Executive Director Authority

In February, the Austin Transit Partnership Board approved a policy allowing the Executive Director to enter into contracts and agreements up to \$250,000 per year per contract, and report to the Board on those contracts between \$150,000 and \$250,000 on a monthly basis. Please see attached for the March 2021 Report.

I am available if you have any questions.

xc: Randy Clarke, Executive Director
Casey Burack, General Counsel

Attachment: Memo to ATP Re March 2021 Contracts Under \$250k-signed (4840 : Quarterly Procurement Memo)

Austin Transit Partnership
Contracts Executed Under Executive Director Authority
March 2021

<u>Date</u>	<u>Vendor</u>	<u>Description</u>	<u>Amount</u>	<u>Term</u>
3/25/2021	Winstead PC	Legal Services	up to \$250,000	up to 12 months
3/31/2021	Thompson Coburn	Legal Services	up to \$250,000	up to 12 months

Attachment: Memo to ATP Re March 2021 Contracts Under \$250k-signed (4840 : Quarterly Procurement Memo)